

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF DELAWARE

Case number (if known)

Chapter

11☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name DeCurtis Holdings LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 83-4542384

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

3208 East Colonial Drive, C 190
Orlando, FL 32803

Number, Street, City, State & ZIP Code

Orange

County

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

300 Dominion Dr
Suite 600 Morrisville, NC 27560

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) www.decurtis.com

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: _____

Debtor **DeCurtis Holdings LLC**
Name

Case number (if known)

7. Describe debtor's business**A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

3341**8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- ☐ Chapter 7
- ☐ Chapter 9

☒ **Chapter 11. Check all that apply:**

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District

When

Case number

District

When

Case number

Debtor **DeCurtis Holdings LLC**
Name

Case number (if known)

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?
- ☐ No
☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	DeCurtis LLC	Relationship	Subsidiary
District	Delaware	When	Case number, if known

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes.

Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

- ☐ It needs to be physically secured or protected from the weather.

- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☐ 1-49

☒ 50-99

☐ 100-199

☐ 200-999

☐ 1,000-5,000

☐ 5001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

15. Estimated Assets

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☒ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

Debtor **DeCurtis Holdings LLC**
Name

Case number (if known)

16. Estimated liabilities☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☒ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor **DeCurtis Holdings LLC**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **04/30/2023**

MM / DD / YYYY

X /s/ Joseph J. Carino

Signature of authorized representative of debtor

Joseph J. Carino

Printed name

Title **Chief Financial Officer****18. Signature of attorney****X** /s/ Christopher M. Samis

Signature of attorney for debtor

Date **04/30/2023**

MM / DD / YYYY

Christopher M. Samis

Printed name

Potter Anderson & Corroon LLP

Firm name

**1313 North Market Street, 6th Floor
Wilmington, DE 19801**

Number, Street, City, State & ZIP Code

Contact phone **302-984-6000**Email address **csamis@potteranderson.com****DE 4909**

Bar number and State

**OMNIBUS WRITTEN CONSENT OF
THE BOARD OF MANAGERS AND SOLE MEMBER**

April 30, 2023

The undersigned, being the members of the board of managers (the “**Board**”) of DeCurtis Holdings LLC, a Delaware limited liability company (“**Holdings**”), and being the sole member (the “**Member**”) of DeCurtis LLC, a Delaware limited liability company (the “**Subsidiary**” and, together with Holdings, each a “**Company**” and collectively, the “**Companies**”), as applicable, hereby take the following actions and adopt the following resolutions (the “**Resolutions**”) by written consent as of the date first written above, pursuant to Section 18-302(d) of the Delaware Limited Liability Company Act, and the limited liability company agreement, as applicable (each, an “**LLC Agreement**”), of each of the Companies currently in effect:

APPROVAL OF CHAPTER 11 PETITION

WHEREAS, in light of the Companies’ financial condition, the Companies were directed to formally engage certain professionals to advise the Companies on the restructuring of the Companies, including seeking relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), if advisable; and

WHEREAS, the Companies have reviewed the materials presented by their financial and other advisors, and the Board has engaged in numerous and extensive discussions (including, without limitation, with management and professional advisors) regarding the Companies’ financial condition, including their liabilities and liquidity position, strategic alternatives available to them, and the impact of the foregoing on the Companies’ business and operations; and

WHEREAS, the Board has formed a Restructuring Committee (the “**Restructuring Committee**”) for the purpose of advising on the strategic alternatives available to the Companies; and

WHEREAS, having considered the advice of financial and other advisors, and the Restructuring Committee, the Companies and the Board have determined that it is desirable and in the best interests of the Companies and their creditors, employees, and other interested parties that a petition be filed by each Company, seeking relief under the provisions of chapter 11 of the Bankruptcy Code;

NOW, THEREFORE, BE IT RESOLVED, that the Board has determined, after due consultation with members of the Companies’ management and the legal and financial advisors of the Companies, that it is advisable and in the best interests of the Companies and all of their residual claimants, including their creditors and other parties in interest, that the Companies shall be, and hereby are, authorized to file, or cause to be filed, petitions seeking relief under the provisions of chapter 11 of the Bankruptcy Code to commence the chapter 11 cases and any other order that may be desirable under applicable law; and it is further

RESOLVED, that each of the Chief Executive Officer, the Chief Financial Officer and Corporate Secretary (each an “**Authorized Officer**”) on behalf of the Companies be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Companies, to execute and verify a petition under chapter 11 of the Bankruptcy Code (including any and all plans, schedules, statements, motions, lists, applications, pleadings,

orders, and other documents) and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”) at such time or in such other jurisdiction as the Authorized Officer executing the petition shall determine; and it is further

RESOLVED, that the law firms of Cooley LLP and Potter Anderson & Corroon LLP be, and hereby are, employed as attorneys for the Companies under respective general retainers in any such chapter 11 cases, subject to approval of the Bankruptcy Court; and it is further

RESOLVED, that the law firm of Groombridge, Wu, Baughman & Stone LLP be, and hereby is, employed as special counsel for the Companies under a general retainer in any such chapter 11 cases, subject to approval of the Bankruptcy Court; and it is further

RESOLVED, that Province, LLC be, and hereby is, employed as financial advisor to assist the Companies in any such chapter 11 cases, subject to approval of the Bankruptcy Court; and it is further

RESOLVED, that Omni Agent Solutions be, and hereby is, employed as claims and noticing agent and administrative agent for the Companies under a general retainer in any such chapter 11 cases, subject to approval of the Bankruptcy Court; and it is further

RESOLVED, that in connection with the commencement of any chapter 11 cases, the Companies hereby (i) approve the terms and provisions of that certain *Senior Secured Superpriority Debtor-in-Possession Credit Facility Term Sheet* (the “**DIP Term Sheet**”) by and among Invictus Global Management, LLC, as administrative and collateral agent, the lenders party thereto from time to time, and the Companies, which will be secured by certain of the assets of the Companies, (ii) consent to, authorize and direct the execution, delivery and the performance thereof by the Companies, (iii) consent to, authorize and direct the Authorized Officers, on behalf of the Companies, to enter into other documents evidencing or documenting the DIP Term Sheet, including any loan agreements, documents, notes, guaranties, security agreements, pledge agreements and all other documents, agreements or instruments related thereto in each case in such form as an Authorized Officer may approve, and making changes to the DIP Term Sheet, as may be deemed necessary or appropriate by the Authorized Officer (such approval and the approval of the Board to be conclusively evidenced by the execution thereof or taking of such action by the Authorized Officer), and (iv) consent to and authorize the amendment, extension, supplementation, or other modifications of any documents, certificates, agreements or other writings related to the DIP Term Sheet; provided that any material amendments, extensions, supplements or modifications of the DIP Term Sheet are subject to review and consent by the Board; and it is further

RESOLVED, that Authorized Officers be, and each of them here is, acting singly or together, authorized and directed in the name of and on behalf of the Companies to (i) enter into negotiations with any interested parties regarding a purchase of any or all of the assets (of any kind) of any or all of the Companies’ or any of the Companies’ other direct or indirect subsidiaries, whether pursuant to a plan or otherwise (such sale, a “**Sale**”), (ii) file a motion with the Bankruptcy Court seeking approval of bidding procedures to be used to facilitate the Sale, (iii) execute and deliver an agreement providing for such Sale (the “**Sale Agreement**”) in connection with the Sale, (iv) enter into such additional agreements, consents, certificates, amendments, and instruments as may be necessary to obtain approval

for the transaction contemplated thereby, (v) if the Authorized Officers deem it necessary or appropriate, seek approval from the Bankruptcy Court for authority under the Bankruptcy Code and any other relevant or applicable federal, state, local, or non-U.S. law to sell such assets in a Sale, (vi) to organize and manage a sale process for such assets, which may take the form of an auction or any other process which may include the identification of a stalking horse bidder, as well as negotiate and entering into an agreement with such stalking horse bidder, and (vii) enter into such additional agreements, consents, certificates, amendments, and instructions as may be necessary to obtain approval for and effect the transaction contemplated thereby; provided that the foregoing shall be subject to review and consent by the Board in connection with the Sale or potential Sale of all or a material portion of the assets of the Companies; and it is further

RESOLVED, that in connection with the chapter 11 cases, each Authorized Officer, and such other officers of the Companies as the Authorized Officers shall from time to time designate, be, and each hereby is, authorized and empowered on behalf of and in the name of the Companies, to cause the Companies to take such actions and execute such documents as are necessary to effectuate a Sale or Sales of the assets of the Companies, in a manner determined by the Authorized Officer to represent the best interests of the Companies and its creditors, provided that any Sale or potential Sale of all or a material portion of the assets of the Companies shall be subject to review and consent by the Board; and it is further

RESOLVED, that each Authorized Officer be, and each hereby is, authorized, empowered, and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals and to take and perform any and all further acts and deeds that such Authorized Officer deems necessary, proper, or desirable in connection with the Companies' chapter 11 cases, with a view to the successful prosecution of such cases; provided that the retention of professionals in connection with the Companies' chapter 11 cases that are in addition to Cooley LLP, Potter Anderson & Corroon LLP, Groombridge, Wu, Baughman & Stone LLP, Province, LLC, and Omni Agent Solutions shall be subject to review and consent by the Board; and it is further

RESOLVED, that each Authorized Officer and such other officers of the Companies as the Authorized Officers shall designate from time to time, and any employees or agents (including counsel) designated by or directed by any such officers, be, and each hereby is, authorized, empowered, and directed, in the name of and on behalf of the Companies, to cause the Companies to enter into, execute, deliver, certify, file, and/or record, and perform such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates, or other documents, and to take such other actions, as in the judgment of any such officer shall be or become necessary, proper, and desirable, to effectuate the successful prosecution of the Companies' chapter 11 cases, with a view to the successful prosecution of such cases; provided that each of the foregoing shall be subject to review and consent by the Board with respect to any act or transaction that does not fall within the ordinary course of business of the Companies; and it is further

RESOLVED, that each Authorized Officer be, and each hereby is, authorized and empowered, on behalf of and in the name of the Companies, to execute such consents on behalf of the Companies as such Authorized Officer considers necessary, proper or desirable to effectuate these resolutions, such determination to be evidenced by such execution or taking of such action; and it is further

RESOLVED, that each Authorized Officer be, and each hereby is, authorized and empowered, on behalf of and in the name of the Companies, to take such other actions on behalf of the Companies as approved and authorized by the Restructuring Committee to the extent such authorization and approval is within the Restructuring Committee's power and authority provided to it by the Board; and it is further

RESOLVED, that any and all past actions heretofore taken by any Authorized Officers of the Companies in the name of and on behalf of the Companies in furtherance of any or all of the proceeding resolutions be, and the same hereby are, ratified, confirmed, approved and adopted as a duly authorized act of the Companies in all respects and for all purposes.

The actions taken by this written consent shall have the same force and effect as if taken at a meeting of the Board and the Member duly called and constituted, pursuant to the applicable LLC Agreement of each such Company and the laws of the State of Delaware, as applicable to each Company.

This written consent may be executed in as many electronic or original counterparts as may be required; all counterparts shall collectively constitute one and the same consent. This written consent shall be filed with the minutes of the proceedings of the Board and the Member.

* * * * *

IN WITNESS WHEREOF, the undersigned Board of Holdings has executed this written consent as of the date first set forth above.

BOARD OF MANAGERS:

Andrew Howard

Andrew Howard

Michael LaSalle

Michael LaSalle

Blair Brenton

Blair Brenton

David DeCurtis

David DeCurtis

Derek Fournier

Derek Fournier

David Mack

David Mack

IN WITNESS WHEREOF, the undersigned sole Member of DeCurtis LLC has executed this written consent as of the date first set forth above.

SOLE MEMBER:

DECURTIS HOLDINGS LLC

By:  _____

Name: Derek Fournier

Title: Chief Executive Officer

Debtor name DECURTIS HOLDINGS LLC, et al.**UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE**

Case No. (If known) _____

☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1 Carnival Corporation & PLC Carnival PI 4655 NW 87th Ave Miami, FL 33178-2428	Carnival Corporation & PLC Tel: 305-416-6880 Email: JORGE.ESPINOSA@GRAY-ROBINSON.COM	Litigation	Contingent, Unliquidated & Disputed			\$21,000,000.00
2 City National Bank, as Agent City Loan Ctr P.O. Box 60938 Los Angeles, CA 90060-0938	City National Bank, as Agent Tel: 213-673-8284 Email: MATT.RUDY@CNB.COM	Bank Loan				\$9,807,869.37
3 Groombridge, Wu, Baughman & Stone LLP 565 5th Ave, Ste 2900 New York, NY 10017	Groombridge, Wu, Baughman & Stone LLP Tel: 332-269-0030 Email: Nick.Groombridge@groombridgewu.com	Professional Services				\$4,756,733.10
4 Quinn Emanuel Urquhart & Sullivan, LLP 865 S Figueroa St, 10Th Fl Los Angeles, CA 90017	Quinn Emanuel Urquhart & Sullivan, LLP Tel: 213-443-3000 Email: RebeccaMcCauley@quinnemanuel.com	Professional Services				\$3,296,723.55
5 Freeborn & Peters, LLP 311 S Wacker Dr, Ste 3000 Chicago, IL 60606-6679	Freeborn & Peters, LLP Tel: 312-360-6000 Email: TSMITH@FREEBORN.COM	Professional Services				\$2,005,145.49

Debtor name DECURTIS HOLDINGS LLC, et al.

Case No. (If known) _____

(Continuation Sheet)

Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
6 Cornerstone Group 2 Embarcadero Ctr, 20th Fl San Francisco, CA 94111-3922	Cornerstone Group Tel: 415-229-8236 Email: LREAMY@CORNERSTONE.COM	Professional Services				\$1,336,768.01
7 Morgan Lewis LLP 1701 Market St Philadelphia, PA 19103-2921	Morgan Lewis LLP Tel: 215-963-5000 Email: JULIE.GOLDEMBERG@MORGANLEWIS.COM	Professional Services				\$525,498.99
8 Sullivan & Cromwell LLP Treasury Dept 125 Broad St, Rm 2021 New York, NY 10004-2498	Sullivan & Cromwell LLP Tel: 212-558-7100 Email: PARISA@SULLCROM.COM	Professional Services				\$393,165.17
9 Homer Bonner Jacobs Ortiz, PA 1200 Four Seasons Tower 1441 Brickell Ave Miami, FL 33131	Homer Bonner Jacobs Ortiz, PA Tel: 305-350-5100 Email: ASCHWARTZ@HOMERBONNER.COM	Professional Services				\$332,698.58
10 Impact Trial Consulting LLC 8875 Hidden River Pkwy, Ste 300 Tampa, FL 33637	Impact Trial Consulting LLC Tel: 917-722-0801 Email: JSTEVENSON@IMPACTTRIAL.COM	Professional Services				\$269,562.04
11 Peritum LLC 1401 Red Oak Trl Fairview, TX 75069	Peritum LLC Tel: 214-296-9294 Email: MATTHEW.SHOEMAKE@PERITUM.COM	Professional Services				\$180,073.72
12 Blueed Technology Private Ltd Raga, Flat 1804, Salarpuria Sattva Cadenza Apt, Near Kudlu Signal Hosur Main Rd Bangalore Karnataka 560068 India	Blueed Technology Private Ltd Tel: 832-992-3978 Email: VIVEK@BLUEED.COM	Dev Partner				\$160,000.00

Debtor name DECURTIS HOLDINGS LLC, et al.

Case No. (If known) _____

(Continuation Sheet)

Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
13 Scansource 24263 Network Pl Chicago, IL 60673-1242	Scansource Tel: 864-288-2432 Email: NACS@SCANSOURCE.COM	Trade Payable				\$132,424.34
14 Transperfect Holdings LLC 1250 Broadway, 32nd Fl New York, NY 10001	Transperfect Holdings LLC Tel: 212-689-5555 Email: NEWYORK@TRANSPERFECT.COM	Professional Services				\$104,874.41
15 Consilio 1828 L St NW, Ste 1070 Washington, DC 20036	Consilio Tel: 310-867-4902 Email: MKILDOW@CONSILIO.COM	Professional Services				\$102,271.58
16 Copy Center Miami 30 SW 1st St, Office 20 Miami, FL 33130	Copy Center Miami Tel: 786-906-7028 Email: INFO@COPYCENTERMAMI.COM	Professional Services				\$98,841.25
17 Copytech Solutions USA Inc 25 SE 2nd Ave, Ste 1200 Miami, FL 33131	Copytech Solutions USA Inc Tel: 305-377-4606 Email: RONC@COPYTECHSOLUTIONS.COM	Professional Services				\$91,285.69
18 Cherry Bekaert, LLP P.O. Box 25549 Richmond, VA 23260-5500	Cherry Bekaert, LLP Tel: 919-782-1040 Email: JSIMMONS@CBH.COM	Professional Services				\$83,187.50
19 Maxiru LLC 10563 E Key Dr Boca Raton, FL 33498	Maxiru LLC Tel: 717-265-4361 Email: MAX@MAXIRU.COM	Dev Partner				\$52,500.00

Debtor name DECURTIS HOLDINGS LLC, et al.

Case No. (If known) _____

(Continuation Sheet)

Name of creditor and complete mailing address, including zip code.	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total Claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
20 Office Store Inc dba Trial Copy 27 SE 1 Ave Miami, FL 33131	Office Store Inc Tel: 305-520-5400 Email: ADMIN@TRIALCOPY.COM	Professional Services				\$23,765.30

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Chapter 11

DECURTIS HOLDINGS LLC, *et al.*,¹

Case No. 23-____ (____)

Debtors.

(Joint Administration Requested)










LIST OF EQUITY SECURITY HOLDERS

Pursuant to rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following is a list of DeCurtis Holdings LLC's equity security holders.

Equity Holder	Address	Percentage²
DeCurtis Investments, Inc.	208 E Colonial Dr. Suite C190 Orlando, FL 32803	40.2%
Shamrock Capital Growth Fund IV LP	1100 Glendon Avenue Suite 1600 Los Angeles, CA 90024	34.6%
Shamrock DC, LLC	1100 Glendon Avenue Suite 1600 Los Angeles, CA 90024	9.4%
Derek Fournier	[REDACTED]	3.9%
Jim Learish	[REDACTED]	3.5%
Joe Carino	[REDACTED]	3.1%
Babak Aghevli	[REDACTED]	0.5%
Ennio Murrone	[REDACTED]	0.3%
Shamrock Capital Growth Fund IV	1100 Glendon Avenue Suite 1600	0.2%

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number include: DeCurtis Holdings LLC (2384) and DeCurtis LLC (2241). The location of the Debtors' service address in these chapter 11 cases is 3208 East Colonial Drive, Suite C190, Orlando, FL 32803.

² Based on 41,326,286 shares as of 4/18/2023. In addition to the equity holdings listed here, as of 4/18/2023, there were 1,213,769 (2.9%) unallocated Class D Units. Percentages here are rounded to the nearest tenth of a percentage.

	Los Angeles, CA 90024	
Nagavalli Aluri		0.2%
Kan Mongwa		0.2%
Paul Schottland		0.2%
Debashis Choudhury		0.2%
Camille Olivere		0.1%
Matt Winans		0.1%
David DeCurtis		0.1%
Miriam Holleman		0.1%
Heather Smith ³		0.0%

³ Heather Smiths' ownership is 0.007%.

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: DECURTIS HOLDINGS LLC, <i>et al.</i> , ¹ Debtors.)))))))	Chapter 11 Case No. 23-____ (____) (Joint Administration Requested)
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**CORPORATE OWNERSHIP STATEMENT PURSUANT TO
FEDERAL RULES OF BANKRUPTCY PROCEDURE 1007 AND 7007.1**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following are corporations, other than a government unit, that directly or indirectly own 10% or more of any class of the debtor DeCurtis Holdings LLC's equity interest:

Shareholder	Ownership & Interest
Shamrock Capital Growth Fund IV LP	34.6% of Total Outstanding Shares 78.2% of Class B-1 Units
DeCurtis Investments, Inc.	40.2% of Total Outstanding Shares 99.8% of Class B-2 Units 100.0% of Series C Non-Convertible Preferred Units
Shamrock DC, LLC	9.4% of Total Outstanding Shares 21.3% of Class B-1 Units
Derek Fournier	3.9% of Total Outstanding Shares 62.5% of Class C Common Units 12.5% of Class D MIP Units 33.3% of Warrior Class MIP B Units
Jim Learish	3.5% of Total Outstanding Shares 31.3% of Class C Common Units 11.0% of Class D MIP Units 33.3% of Warrior Class MIP B Units
Joe Carino	3.1% of Total Outstanding Shares 9.4% of Class D MIP Units 33.3% of Warrior Class MIP B Units

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number include: DeCurtis Holdings LLC (2384) and DeCurtis LLC (2241). The location of the Debtors' service address in these chapter 11 cases is 3208 East Colonial Drive, Suite C190, Orlando, FL 32803.

Fill in this information to identify the case:Debtor name DeCurtis Holdings LLCUnited States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

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An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration **Corporate Ownership Statement and List of Equity Security Holders**

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 04/30/2023☒ /s/ Joseph J. Carino

Signature of individual signing on behalf of debtor

Joseph J. Carino

Printed name

Chief Financial Officer

Position or relationship to debtor